

## AMENDMENT OF CLAIMS

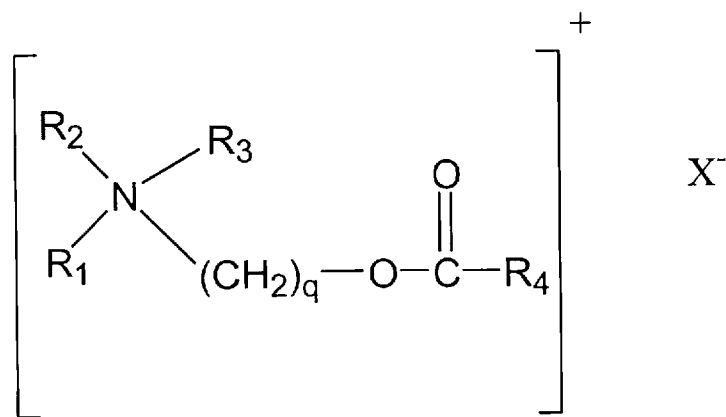
The listing of claims replaces all previous listings of claims in this application:

1-24. (Canceled)

25. (New) A fabric softener composition comprising:
- (a) from 0.01% to 50% by weight of a cationic or non-ionic softening compound;
  - (b) at least 0.001%, by weight, of a water dispersible cross-linked cationic polymer derived from the polymerization of from 5 to 100 mole percent of a cationic vinyl addition monomer, from 0 to 95 mole percent of acrylamide, and from 5 to 500 ppm of a difunctional vinyl addition monomer cross-linking agent;
  - (c) from 0 to 5% by weight of a non-confined fragrance oil;
  - (d) an effective amount of at least one fabric or skin benefiting ingredient encapsulated within an organic polymer core and having at the exterior of the core a hydroxy functional polymer attached to the core so as to form a shell at least partially about said core; said hydroxy functional polymer not being removed from the core in water;
  - (e) at least 0.001% of a chelating compound capable of chelating metal ions and selected from the group consisting of amino carboxylic acid compounds, organo aminophosphonic acid compounds and mixtures thereof; and
  - (f) balance water and optionally one or more adjuvant materials.
26. (New) A fabric softening composition in accordance with claim 26 wherein the cationic softening compound is selected from the group consisting of:
- (a) Difatty dialkly quaternary ammonium compounds;
  - (b) Fatty ester quaternary ammonium compounds;
  - (c) Alkyl imidazolinium compounds; and
  - (d) Fatty amide quaternary ammonium compounds.

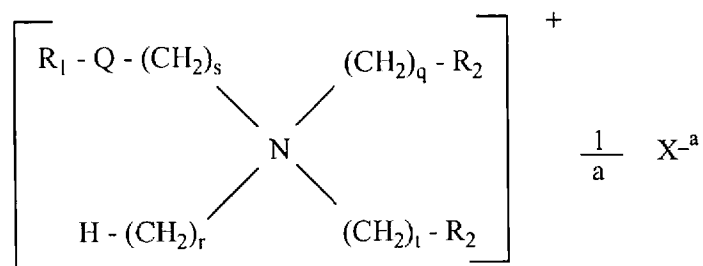
27. (New) A fabric softening composition in accordance with claim 25 wherein the non-ionic softening compound is selected from the group consisting of fatty amidoamine.

28. (New) A fabric softening composition in accordance with claim 26 wherein said fatty ester quaternary ammonium compound is a biodegradable fatty ester quaternary ammonium compound having the formula:



wherein R<sub>4</sub> represents an aliphatic hydrocarbon group having from 8 to 22 carbon atoms; R<sub>2</sub> and R<sub>3</sub> represent (CH<sub>2</sub>)<sub>s</sub>-R<sub>5</sub> where R<sub>5</sub> represents an alkoxy carbonyl group containing from 8 to 22 carbon atoms, benzyl, phenyl, (C1-C4) - alkyl substituted phenyl, OH or H; R<sub>1</sub> represents (CH<sub>2</sub>)<sub>t</sub> R<sub>6</sub> where R<sub>6</sub> represents benzyl, phenyl, (C1-C4) - alkyl substituted phenyl, OH or H; q, s, and t, each independently, represent an integer from 1 to 3; and X<sup>-</sup> is a softener compatible anion.

29. (New) A fatty softening composition in accordance with claim 26 having a biodegradable fatty ester quaternary ammonium compound derived from the reaction of an alkanol amine and a fatty acid derivative followed by quaternization, said fatty ester quaternary ammonium compound being represented by the formula:



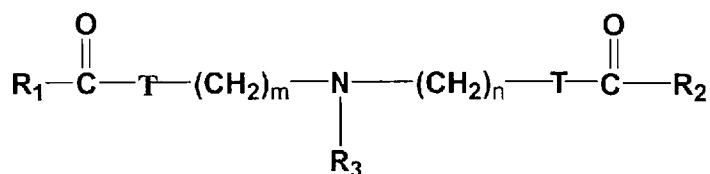
wherein Q represents a carboxyl group having the structure -OCO- or -COO-; R<sub>1</sub> represents an aliphatic hydrocarbon group having from 8 to 22 carbon atoms; R<sub>2</sub> represents -Q-R<sub>1</sub> or -OH; q, r, s and t, each independently represent a number of from 1 to 3; and X<sup>-a</sup> is an anion of valence a;

wherein said fatty ester quaternary ammonium compound is comprised of a distribution of monoester, diester and triester compounds, the monoesterquat compound being formed when each R<sub>2</sub> is -OH; the diesterquat compound being formed when one R<sub>2</sub> is -OH and the other R<sub>2</sub> is -Q-R<sub>1</sub>; and the triesterquat compound being formed when each R<sub>2</sub> is -Q-R<sub>1</sub>; and

wherein the normalized percentage of monoesterquat compound in said fatty ester quaternary ammonium compound is from 28% to 39%; the normalized percentage of diesterquat compound is from 52% to 62% and the normalized percentage of triesterquat compound is from 7% to 14%; all percentages being by weight.

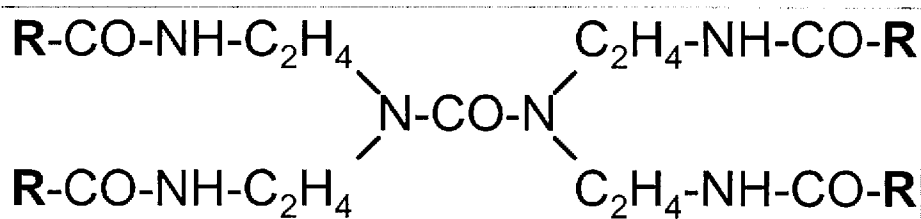
30. (New) A fabric softening composition in accordance with claim 27 wherein said fatty amidoamine has the formula (I or II):

Formula I



wherein R<sub>1</sub> and R<sub>2</sub>, independently, represent C<sub>12</sub> to C<sub>30</sub> aliphatic hydrocarbon groups, R<sub>3</sub> represents (CH<sub>2</sub>CH<sub>2</sub>O)<sub>p</sub>H, CH<sub>3</sub> or H; T represents NH; n is an integer from 1 to 5; m is an integer from 1 to 5 and p is an integer from 1 to 10;

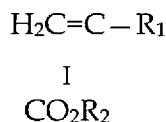
Formula II (Alkyl Carbamidoethyl Urea; R is a C<sub>12</sub> to C<sub>22</sub> Alkyl Group)



31. (New) A fabric softening composition in accordance with claim 25 wherein said cross-linked cationic polymer is a cross-linked copolymer of a quaternary ammonium acrylate or methacrylate in combination with an acrylamide co-monomer.

32. (New) A fabric softening composition in accordance with claim 25 wherein said organic polymer in (d) is a polymer of a vinyl monomer or urea-formaldehyde or melamine-formaldehyde.

33. (New) A fabric softening composition in accordance with claim 32 wherein said organic polymer is a polymer of one or more monomers which are acrylic and/or alkyl acrylic esters of formula

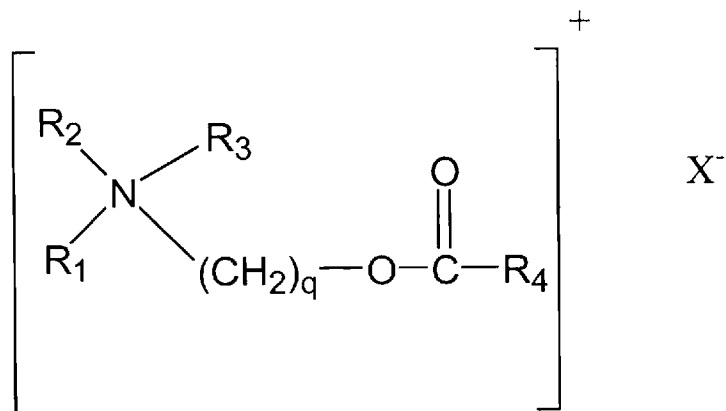


where R<sub>1</sub> is hydrogen or alkyl (including branched alkyl) of 1 to 6 carbon atoms and R<sub>2</sub> is alkyl (including branched alkyl) of 1 to 8 carbon atoms.

34. (New) A composition according to claim 25 wherein said hydroxy functional polymer in (d) is cellulose or chemically modified cellulose.

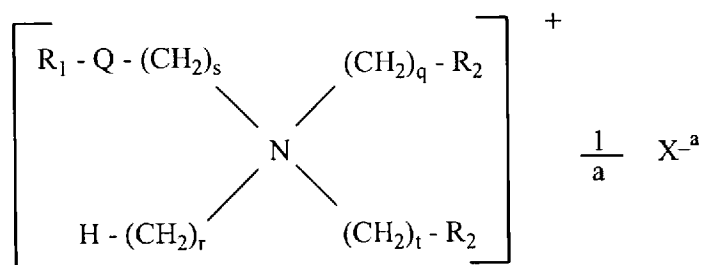
35. (New) A composition according to claim 27 wherein R<sub>1</sub> is hydrogen or methyl, R<sub>2</sub> is alkyl (including branched alkyl) of 3 or 4 carbon atoms and said hydroxy functional polymer is polyvinyl alcohol which is at least 88% hydrolyzed from polyvinyl acetate.

36. (New) The composition of claim 25 wherein the fabric or skin benefiting ingredient is selected from the group consisting of perfumes or fragrance oils, anti-bacterial agents, vitamins, skin conditioners, UV absorbers and enzymes.
37. (New) The composition of claim 36 wherein the fabric or skin benefiting ingredient is a perfume or fragrance oil.
38. (New) The composition of claim 36 wherein the perfume or skin benefiting ingredient is mixed with a polymer or non-polymeric carrier material or surfactant or solvent or mixtures thereof.
39. (New) A fabric softening composition in accordance with claim 25 which is in the form of a liquid, powder or gel.
40. (New) A fabric softening composition in accordance with claim 25 which is in the form of a fabric softener sheet.
41. (New) A method of imparting softness to fabrics comprising contacting said fabrics with an effective amount of the fabric softening composition of claim 25.
42. (New) The method of claim 41 wherein said fabrics are contacted during the rinse cycle of a laundry washing machine or hand wash laundry treatment.
43. (New) A method in accordance with claim 41 wherein said fabric softening compound is a fatty ester quaternary ammonium compound.
44. (New) A method in accordance with claim 42 wherein said fatty ester quaternary ammonium compound has the formula



wherein R<sub>4</sub> represents an aliphatic hydrocarbon group having from 8 to 22 carbon atoms, R<sub>2</sub> and R<sub>3</sub> represent (CH<sub>2</sub>)<sub>s</sub>-R<sub>5</sub> where R<sub>5</sub> represents an alkoxy carbonyl group containing from 8 to 22 carbon atoms, benzyl, phenyl, (C1-C4) - alkyl substituted phenyl, OH or H; R<sub>1</sub> represents (CH<sub>2</sub>)<sub>t</sub> R<sub>6</sub> where R<sub>6</sub> represents benzyl, phenyl, (C1-C4) - alkyl substituted phenyl, OH or H; q, s, and t, each independently, represent an integer from 1 to 3; and X<sup>-</sup> is a softener compatible anion.

45. (New) A method in accordance with claim 42 wherein the fatty ester quaternary ammonium compound is derived from the reaction of an alkanol amine and a fatty acid derivative followed by quaternization, said fatty ester quaternary ammonium compound being represented by the formula :



wherein Q represents a carboxyl group having the structure -OCO- or -COO-; R<sub>1</sub> represents an aliphatic hydrocarbon group having from 8 to 22 carbon atoms; R<sub>2</sub> represents -Q-R<sub>1</sub> or -OH; q, r, s and t, each independently represent a number of from 1 to 3; and X<sup>-a</sup> is an anion of valence a;

wherein said fatty ester quaternary ammonium compound is comprised of a distribution of monoester, diester and triester compounds, the monoesterquat compound

being formed when each  $R_2$  is  $-OH$ ; the diesterquat compound being formed when one  $R_2$  is  $-OH$  and the other  $R_2$  is  $-Q-R_1$ ; and the triesterquat compound being formed when each  $R_2$  is  $-Q-R_1$ ; and

wherein the normalized percentage of monoesterquat compound in said fatty ester quaternary ammonium compound is from 28% to 39%; the normalized percentage of diesterquat compound is from 52% to 62% and the normalized percentage of triesterquat compound is from 7% to 14%; all percentages being by weight.

45. (New) A method in accordance with claim 41 wherein said fabric or skin benefiting ingredient is a perfume or fragrance oil.